

RESOLUTION OF THE TOHONO O'ODHAM LEGISLATIVE COUNCIL
(Approving Bank Documents which Provide Security for the Nation's Loan to Asarco)

RESOLUTION NO. 10-285

1 **WHEREAS, in order to implement the SAWRSA Amendments of 2004, the Tohono O'odham Nation**
2 **(the "Nation"), certain allottee representatives and other parties entered into the**
3 **Asarco Settlement Agreement dated June 12, 2006, which provided that the Nation**
4 **would extend a loan of \$800,000 to Asarco to enable Asarco to build infrastructure**
5 **related to use of Central Arizona Project ("CAP") water and thereby stop pumping**
6 **ground water; and**

7 **WHEREAS, the Nation approved the \$800,000 loan to Asarco by Resolution No. 08-362; and**

8 **WHEREAS, the Loan Agreement dated December 1, 2008 which implemented the loan required**
9 **Asarco to provide a letter of credit from a bank as security for repayment of the loan;**
10 **and**

11 **WHEREAS, Asarco has requested that the form of security be changed from a letter of credit to an**
12 **escrow account, in order to reduce the bank fees which Asarco is required to pay; and**

13 **WHEREAS, Asarco and the Nation have reached an agreement with Wells Fargo Bank National**
14 **Association, on an Escrow Agreement and modifications to the Promissory Note and**
15 **the Loan Agreement that will allow Asarco to provide security for the loan through an**
16 **escrow account; and**

17 **WHEREAS, the Nation is protected by provisions in the Escrow Agreement that will allow the**
18 **Nation to call on the funds in the event that Asarco defaults on repayment of the loan;**
19 **and**

20 **WHEREAS, Asarco repays the loan through transfer of long-term water storage credits to the**
21 **Nation at a set value of \$40 per credit, and in 2009 repaid \$93,594.00 on the loan by**
22 **using CAP water and transferring the related long-term water storage credits to the**
23 **Nation through the Arizona Department of Water Resources; and**

24 **WHEREAS, the agreement documents have been reviewed and approved by the Attorney General**
25 **and the Treasurer of the Nation; and**

26 **WHEREAS, the agreement documents have been reviewed by the Water Resources and the Budget**
27 **and Finance Committees, which recommend approval by the Legislative Council.**

28 **NOW, THEREFORE, BE IT RESOLVED that the Tohono O'odham Legislative Council approves the**
29 **Escrow Agreement, the First Modification to Promissory Note, and the First**
30 **Modification to Loan Agreement substantially in the form attached hereto, which**

RESOLUTION NO. 10-285

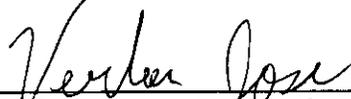
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1 agreements will be effective as of June 30, 2010, and authorizes the Chairman of the
2 Nation to execute them and any related documents necessary to maintain the escrow
3 account at the levels required by the agreements.

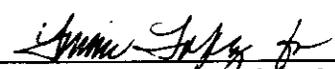
4 The foregoing Resolution was passed by the Tohono O'odham Legislative Council on the 16TH Day
5 of JULY, 2010 at a meeting at which a quorum was present with a vote of 2,389.20 FOR; -0- AGAINST;
6 -0- NOT VOTING; and 206.30[04] ABSENT, pursuant to the powers vested in the Council by Article
7 VI, Section 1 (f) of the Constitution of the Tohono O'odham Nation, adopted by the Tohono
8 O'odham Nation on January 18, 1986; and approved by the Acting Deputy Assistant Secretary -
9 Indian Affairs (Operations) on March 6, 1986, pursuant to Section 16 of the Act of June 18, 1934 (48
10 Stat. 984).

11 TOHONO O'ODHAM LEGISLATIVE COUNCIL

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13 _____
14 Verlon M. Jose, Legislative Chairman

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18 22 day of July, 2010

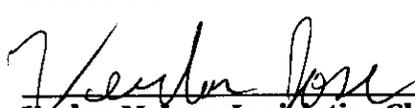
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20 ATTEST:

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22 _____
23 Evonne Wilson, Legislative Secretary

24
25 16 day of July, 2010.

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27 Said Resolution was submitted for approval to the office of the Chairman of the Tohono O'odham
28 Nation on the 22 day of July, 2010 at 3:17 o'clock, P..M.,
29 pursuant to the provisions of Section 5 of Article VII of the Constitution and will become effective
30 upon his approval or upon his failure to either approve or disapprove it within 48 hours of
31 submittal.

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33 TOHONO O'ODHAM LEGISLATIVE COUNCIL

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36 Verlon M. Jose, Legislative Chairman

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43 APPROVED

on the 23 day of July, 2010

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45 DISAPPROVED

at 3:20 o'clock, P..M.

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49 NED NORRIS, JR., CHAIRMAN
50 TOHONO O'ODHAM NATION

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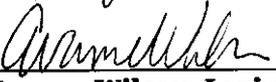
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Returned to the Legislative Secretary on the 23 day of

July, 2010, at 4:24 o'clock, P.M.


Evonne Wilson, Legislative Secretary

ACTION: APPROVING BANK DOCUMENTS WHICH PROVIDE SECURITY FOR THE NATION'S LOAN TO ASARCO

MOVED: COUNCILWOMAN OLIVIA VILLEGAS-LISTON

SECOND: COUNCILWOMAN WAVALENE ROMERO

DATE: JULY 16, 2010

DISTRICT	LEGISLATIVE REPRESENTATIVES	# OF VOTES	FOR	AGAINST	NOT VOTING	ABSENT
SIF ODAK 198.7	1. WAVALENE ROMERO (Nicholas Jose)	99.35	X			
	2. MARY LOPEZ ()	99.35	X			
SELLS 449.6	1. KIMBERLY LISTO ()	224.80	X			
	2. EVELYN B. JUAN MANUEL ()	224.80	X			
SCHUK TOAK 159.0	1. FRANCES B. CONDE (Fredrick Jose)	79.50	X			
	2. LINDA PARLEY (Agnes Joaquin)	79.50	X			
SAN XAVIER 204.7	1. FELICIA NUÑEZ ()	102.35	X			X
	2. OLIVIA VILLEGAS-LISTON (Eugene Enis)	102.35	X			
SAN LUCY 187.1	1. LORRAINE EILER ()	93.55	X			
	2. GLORIA RAMIREZ ()	93.55	X			
PISINEMO 184.5	1. CHESTER ANTONE (Tony Murrietta)	92.25	X			
	2. EDWARD MANUEL (Gerald Fayuant)	92.25	X			
HICKIWAN 174.5	1. MICHELLE ORTEGA ()	87.25	X			
	2. SANDRA ORTEGA ()	87.25	X			
GU VO 206.3	1. GRACE MANUEL ()	103.15				X
	2. PAMELA ANGHILL (Angela Ortiz)	103.15				X
GU ACHI 230.1	1. TIMOTHY L. JOAQUIN ()	115.05	X			
	2. CYNTHIA E. MANUEL ()	115.05	X			X
CHUKUT KUK 277.0	1. ETHEL GARCIA (Sara Mae Williams)	138.50	X			
	2. VERLON M. JOSE ()	138.50	X			
BABOQUIVARI 324.0	1. FRANCES MIGUEL (Roberta Harvey)	162.0	X			
	2. FRANCES G. ANTONE (Vernon Smith)	162.0	X			
TOTAL		2,595.50	2,389.20	-0-	-0-	206.30 [04]